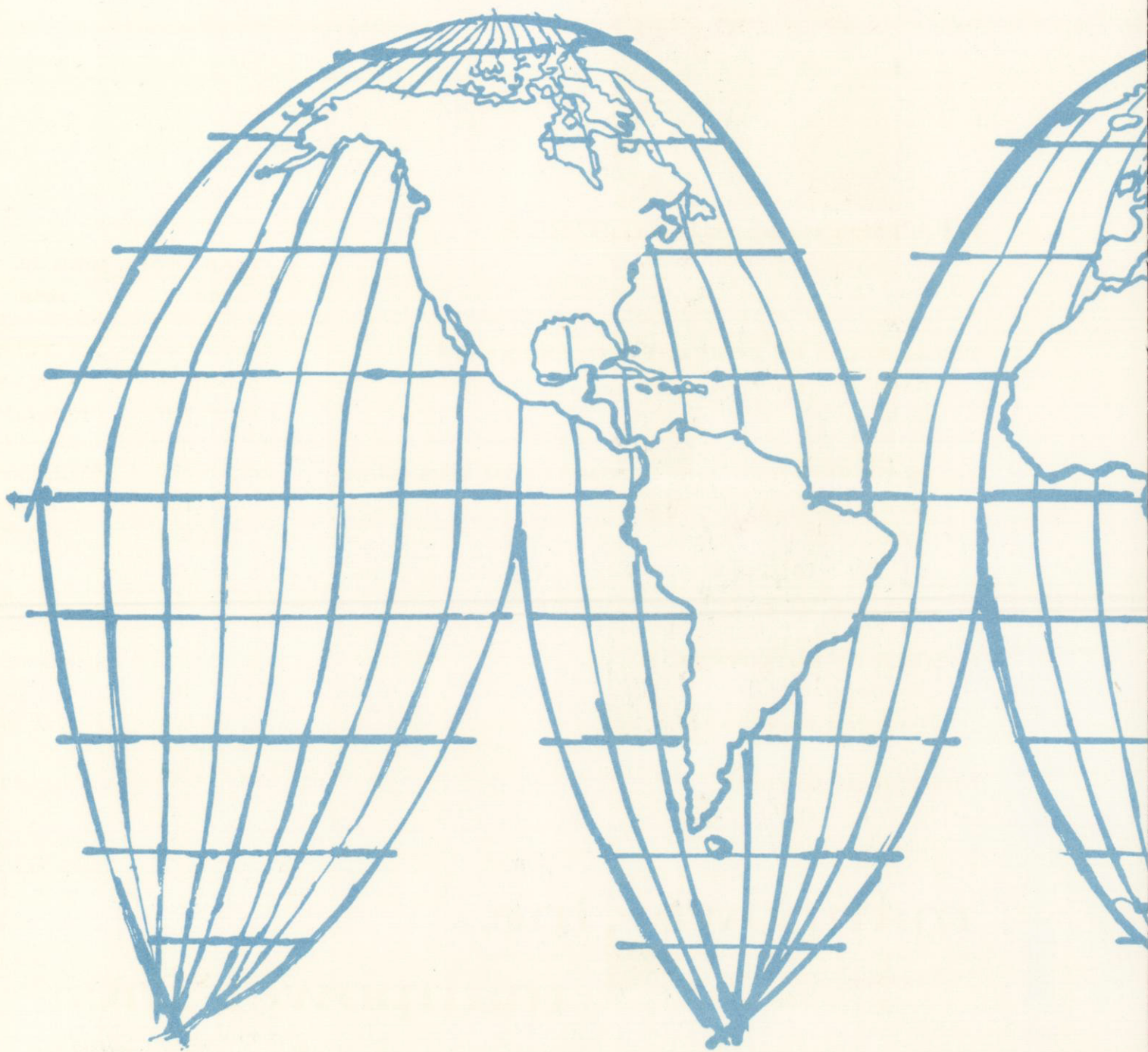


CLEVELAND PUBLIC LIBRARY
BUSINESS INF. BUR.
CORPORATION FILE



manpower[®], inc.

Annual Report 1960



STATISTICAL HIGHLIGHTS

	YEAR ENDED JUNE 30.	
	1960	1959
TOTAL SALES BY COMPANY AND LICENSEES	\$35,240,985	\$25,134,132
By company offices.....	19,303,835	14,193,935
By licensees.....	15,937,150	10,940,197
SALES OF SERVICES AND INCOME FROM LICENSEES	\$20,394,773	\$14,947,904
Earnings before income taxes.....	1,307,739	1,063,765
Net earnings.....	\$721,657	\$600,926
Per share of common stock.....	1.20	1.00
Dividends paid per share of common stock.....	.30	.21
NUMBER OF EMPLOYEES		
Permanent staff.....	463	375
Temporary employees.....	122,000	80,000
NUMBER OF OFFICES	220	169
Company owned.....	66	63
Licensed.....	154	106

manpower[®], inc.

World Headquarters: 820 N. PLANKINTON, MILWAUKEE 1, WISCONSIN
Telephone: BRoadway 2-8500 — TWX Number: MI 17

This report has been prepared for the benefit of shareowners, customers, employees and all others having an interest in the performance of Manpower, Inc. It is not prepared in connection with, or to induce, any sale or purchase of securities.

Common stock transfer agent: First National Bank of Chicago
Common stock registrar: City National Bank and Trust Company of Chicago



TO OUR SHAREOWNERS...

The year 1959-60 was a record year. Not only were sales and earnings at their highest levels, but more new offices were added to the Manpower network than in any previous year. Both the number of employees, 122,000, and the number of customers, 65,797, swelled to the highest in the history of the company.

During the year, Manpower shares were distributed to the public for the first time. This took place in October, 1959 when three members of the founding group made a public offering of 150,000 of their shares.

It is only appropriate then, in this first annual report, that in addition to reporting on the financial progress of your company, we spend a few minutes discussing the underlying principles that guide the management in its day to day operation of the business.

The management function in any business is highly complex, particularly in today's swiftly changing business scene. Manpower's management training program is geared to developing managers with a deep-rooted understanding of the practical and down-to-earth techniques of running a successful business enterprise but with the vision to look ahead and plan for tomorrow. They are also required to have the ability to

balance both long- and short-range objectives in order to do what is best for the customer, the shareowner, the employee and the community. The degree of success we have achieved to date is a reflection of the proven ability of our management and employee team.

The principles which have served to guide the growth of Manpower thus far, and under which we will continue to operate, can best be stated as:

1. Continue to deserve the confidence of our customers by providing them with the highest quality services, designed to meet their specific needs, and administered with a deep concern for accuracy, thoroughness, economy and integrity.
2. Meet our obligations to shareowners by building an organization that is both progressive in thinking and yet prudent in management so as to realize a maximum profit for them.
3. So deal with our employees that they are provided with good working conditions and are able to earn good wages in return for their efforts . . . and at the same time create an atmosphere and opportunity for them to advance to whatever level their initiative, abilities and self-development will take them.
4. Accept our responsibility as a citizen of the communities in which we operate — by taking an active part in community activities and continuing to create an overall company attitude that

encourages the acceptance of civic responsibility on the part of our employees.

These principles are important if we are to continue to maintain the strong position we enjoy today.

As you will read throughout this report, our financial condition is sound, with the fiscal year ending June 30, 1960 showing a 36% increase in income over the previous year and a 20% increase in net earnings over that same period.

Our earnings trend, as you will see from the five year statistical summary on page 12, is quite favorable. Each year has been a record year. Of long-term significance is our performance during the 1958 business slowdown. Even though sales dropped slightly during that year from 1957, our net earnings increased. We are confident that the unique service we provide, in combination with the proven ability of our management team, makes it possible for us to show a profit in all types of business conditions.

Speaking for the Board of Directors and the company, we wish to express publicly our appreciation to the people who have made this record year possible:

- ... our customers for their valued business,
- ... our shareowners for their interest and confidence,
- ... our permanent staff for their creative management of the business,

... our licensees for their co-operation and adherence to the concepts underlying the Manpower organization,

... and to our faithful group of temporary employees whose skilled work and loyalty have made possible the acceptance of the temporary help concept in today's business scene.

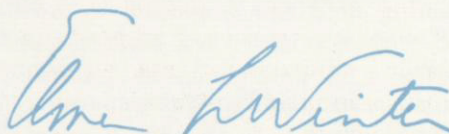
On page 13 in this report you will read a frank appraisal of Manpower's outlook for the future. Based on past performance and future prospects, we look ahead with confidence. Our every effort and thought is pledged to the increased development of Manpower both here in America and abroad.

We would appreciate any questions or comments you might have about any aspect of our business, whether discussed in this report or not.

For the directors



Chairman of the Board



President

THE STORY OF MANPOWER.....

As is true with all other businesses, Manpower began with an idea.

It was an idea conceived in the minds of corporation attorneys Aaron Scheinfeld and Elmer Winter, late one night when they were faced with the problem of having a brief typed for presentation the following morning. After a series of fruitless calls, they finally prevailed on a former secretary to work through the night readying the brief in time for presentation.

Many great ideas never reach the action stage and remain unknown, except to their originator. This was not the case with Manpower, Inc.

Scheinfeld and Winter reasoned that if they had a problem of meeting an emergency work load in their office, other businessmen, faced with similar problems, must likewise be experiencing difficulty. In June, 1948, they formulated plans to put their idea into action.

Starting in Milwaukee and Chicago they opened two Manpower offices and began employing personnel available to work on a part-time and short term basis and contracting with businesses for the services of this new company.

Success did not come immediately, but the concept of a temporary help service gradually began to take hold and Manpower was able to show a profit by the end of the second year of operation.

From 1948 to 1953 the company opened only company owned branch offices, operated by a branch manager and a small administrative staff.

In 1954, with 21 offices operating in 13 cities, a program was set up to license others to operate their own offices under the Manpower name and subject to the same standards, rules and regulations as those governing the operations of the company's own branch offices. This franchising program was not started sooner because the two founders felt responsible to develop a profitable business operation before asking others to invest

their time and money. The greater part of the increase in the number of Manpower offices since 1954 has resulted from this franchising program.

In 1956, Manpower expanded overseas, opening offices in London and Paris. In this same year, Manpower began operating in Canada with the opening of an office in Montreal.

As of June 30, 1960, Manpower had 220 offices in United States and overseas locations, including nine offices across Canada, eleven in Europe, and one in Mexico. Definite plans have also been formulated for continued expansion in Europe and Asia. The Honolulu office opened in July and an office is scheduled to open in Tokyo this fall.

From the original idea of providing temporary, office and industrial assistance, Manpower's service concept has expanded to include Salespower, Inc., a wholly-owned subsidiary providing the services of its employees as trained sales personnel for special promotions and short-term sales campaigns, a technical division providing engineering and drafting services and a merchandising division geared to furnish demonstrating, survey interviewing, sample and circular distribution, convention, telephone merchandising and shopping services.

The primary function of Manpower is to provide business with a ready trained work force for any period of time, to accomplish any type of work, almost anywhere in the world.

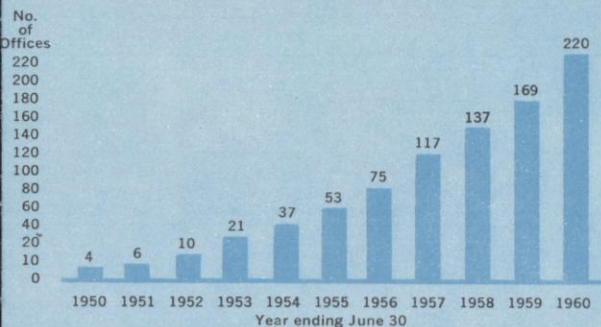
SALES

Sales of services and income from licensees in 1959-60 was the highest in the history of the company—showing a marked increase over comparable periods in the previous years.

In 1959-60, of the top 100 operations in the United States, 98 used Manpower services. Total Manpower customers numbered 65,797. More than 122,000 temporary employees worked for Manpower during the year. The total number of



GROWTH IN NUMBER OF OFFICES



hours worked by this group during the year soared to 18,000,000, contrasted with 500,000 only ten years ago.

Responsible for this growing sales volume is an effective national sales program put into action by a strong local sales force effectively supervised by regional managers. Each regional manager is responsible for the performance of his offices and is backed up by an intensive advertising, sales promotion, direct mail and public relations program. Manpower vice-presidents located in San Francisco, Cleveland and New York are also responsible for a regional area.

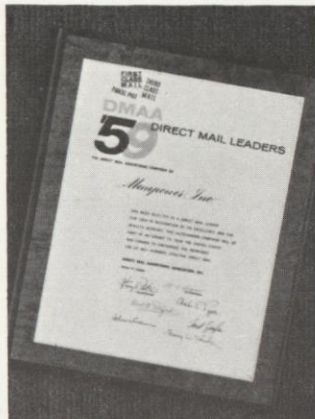
To make possible greater attention to individual office needs, the job of area manager was created recently. They are generally field branch managers who, because of proven ability, have been given the added responsibility of supervising several offices in their immediate area.

In addition, the National Accounts Sales Manager for New York is responsible for the development of nationwide business programs in which Manpower's vast network of offices can be effectively utilized.

Sales meetings have proven to be an important and effective method of updating the field organization on company programs and objectives, as well as stimulating greater sales activity. The four regional meetings held in the early months of 1960 were keyed to the development of increased usage of Manpower services within companies presently our customers. The material presented was so well received that several sub-regional meetings were held at the request of the field personnel in order that their entire office staff could hear the presentation direct from the management of the company.

ADVERTISING

Recipient of the Direct-Mail Advertising Association's Direct Mail Leaders Award for the third



consecutive year, Manpower continued its leadership in the industry by expanding its business-getting direct mail program. New and exciting mailing brochures and pamphlets were developed to further acquaint businessmen with the time and money saving advantages of Manpower services. More than 500,000 direct mail pieces are mailed to Manpower prospects and customers each month.

Manpower's national advertising program moved forward with an intensive campaign geared to reaching business leaders. Advertisements appeared in Time, Business Week, Wall Street Journal, U. S. News and World Report, and Fortune as well as fifty-five daily newspapers and thirty-seven important trade and professional publications. The total exposure to Manpower advertisements and direct mail material during the year numbered more than forty-five million.

PUBLIC RELATIONS

Equally important is Manpower's comprehensive public relations program, working in a very practical way to create a receptive climate in which the business can operate and prosper. A concentrated program began of telling the Manpower story in local newspapers and trade publications, in addition to handling the nationwide press, magazine and radio-TV programs. Increased attention was also given to an expanded employee relations program designed to familiarize the employees more fully with the company and its objectives. The development of a speaker's bureau of Manpower managers and key executives was also started.

The "Art from the Executive's Easel" show, a Manpower sponsored traveling exhibition of paintings by nationally known business leaders who paint for relaxation, completed its third year of touring in Manpower cities and has been seen by more than three million interested viewers.

A REPORT ON MANPOWER'S PRINCIPAL DIVISIONS

OFFICE DIVISION

Furnishes both large and small businesses with a complete range of office services, including temporary help for typing, stenography, filing, general office, switchboard work, calculating, invoicing, bookkeeping, key punch work, tabulating and many other commonly performed office operations. These services are performed by Manpower employees either on the customer's premises or in Manpower offices. Work performed in Manpower offices frequently includes calculating of inventories, typing, transcribing, processing and mailing special letters and promotional packages, handling offers made through premiums, special survey tabulation and reporting, maintenance of mailing lists and other work which does not have to be done on the customer's premises. Work can be performed on an hourly, piece-work, or a contract basis.

INDUSTRIAL DIVISION

Provides industry with the services of Manpower employees for assembling, packing, factory, production, shipping, maintenance and warehouse work, loading and unloading operations, salvage work and a variety of other operations required when peak periods and overloads create production problems. Stores and supermarkets frequently call on the Industrial Division in connection with the operation of their sales, maintenance and service departments as well as their stock rooms. Maintenance and general service work is also done for various branches of state, national and local governments. Companies moving from one plant site to another use Manpower services both in the movement of the physical property to the new location and to staff certain departments until a permanent work force can be employed. The taking and counting of physical inventories is a major use to which firms put Man-

power services. These include manufacturers, wholesalers, warehouses, auto parts dealers and supermarkets.

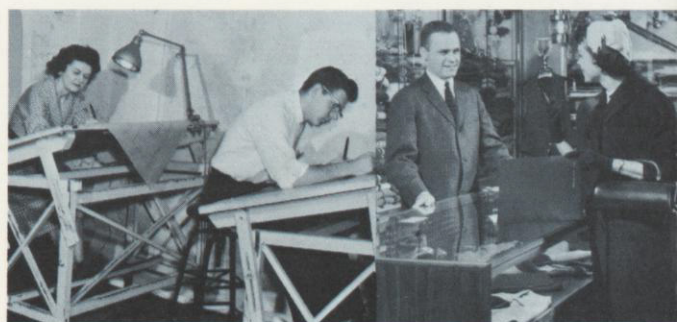
MERCHANDISING SERVICES DIVISION

Created to meet the needs of advertising, marketing, and sales promotion departments, this division utilizes Manpower's vast network of offices in the planning and carrying out of special promotional assignments. It provides both coverage and scope of service unduplicated by any other firm engaged in providing merchandising services. Manpower customers can now conduct a "mystery shopper" survey or a special product demonstration in any or all Manpower cities on a "quick-call" basis. Since most special promotions are highly intensive and concentrated, yet of short duration, this division provides business with a fully trained staff thereby enabling them to conduct many merchandising and marketing activities that might otherwise involve prohibitive personnel and supervisory costs. In addition to shopping services and product demonstration, the division also provides survey interviewing, telephone merchandising, circular and sample distribution services, as well as personnel and varied services for trade shows, conventions and meetings.

TECHNICAL DIVISION

Relatively new in operation, this division developed from requests by Manpower customers faced with a need for short-term help in the more technical fields. Periods of heavy overload for extended intervals created a demand for the temporary services of engineers, draftsmen, technicians and skilled factory and professional workers.

Manpower's technical force is made up of men who are between jobs, who are new in the com-



munity and need temporary work until they locate permanent employment while others have been recruited from the ranks of the retired and semi-retired.

The Technical Division provides a way of keeping this group of skilled and highly-trained personnel in the nation's work force. A rapid expansion of this division is continuing as more Manpower offices add a sales force specializing in the promotion of this particular service.

SALESPower, INC.

A wholly owned subsidiary of Manpower, Salespower has been organized to meet the needs of businesses requiring a quick sales impact on as many markets as possible. Setting up extensive sales coverage in new areas to promote a new product is costly and time-consuming for the average business firm. Salespower meets this need by utilizing Manpower's coast to coast office network in providing the services of a readily available and trained sales force.

An example of Salespower's versatility was the recent program performed for Dow Chemical Company's introduction of Dowgard, a combination automotive coolant and anti-freeze. Within a four week period, 236 Salespower salesmen were thoroughly trained on all aspects of Dowgard, assigned to 43 market areas across the country and made 52,000 completed sales calls on retail outlets, successfully introducing a new product in record time.

In addition to aiding local businessmen with sales programs, Salespower provides the overseas businessman with a ready made sales organization for the introduction of his products in the American market.

MEISENHEIMER PRINTING COMPANY

Purchased in February, 1960, Manpower's newest division is one of the oldest and best known printing companies in the Milwaukee area. The

firm will continue commercial operations in addition to printing a large percentage of the millions of pieces of advertising and promotional material used by Manpower. Present floor space is 26,000 square feet in a two-story building. The increased capacity and flexibility afforded by the new division supplements Manpower's present printing setup and fills the growing need for a larger and more fully equipped print shop.

BUSINESS TRAINING CENTER

Established recently in Milwaukee on a test basis, the center is a business school, specializing in training its students in the principles and techniques of operating data processing and other electronic equipment.

Classes are offered in general office skills such as typing and shorthand as well as in aspects of the principles and procedures of automation accounting.

A free aptitude testing program and placement service are offered in conjunction with the educational curriculum.

Manpower Business Training Center graduates can be found in a high percentage of the Milwaukee area business firms.

HOTEL RESERVATION SERVICE

Presently operating in eight cities, this division arranges for approximately 3000 hotel reservations in an average month. The division acts as sales agents for certain hotels, and books reservations for all other hotel and motel chains as well as handling car rental arrangements.

SERVICES UNLIMITED, INC.

A wholly owned subsidiary organization providing complete bonded maid service for several large Chicago residential buildings. In the Chicago area, the division also serves moving companies by both cleaning homes after a family has moved out and readying the new home for occupancy.



A DAY WITH MANPOWER

...a one day tour through Manpower offices around the country

6:03 A. M. NIAGARA FALLS

The morning's first call is from a lumber yard needing 10 men to unload a just-arrived special shipment. Since men are to report at 8 am, work begins on filling the order. *The phone rings.*



7:05 A. M. MIAMI

Supermarket manager calls to report that Manpower's 15 man crew has just completed all-night special inventory. Men worked from 10 pm through 7 am. He requests Manpower to handle his next inventory. *The phone rings.*



7:29 A. M. NEWARK

Twenty-seven Manpower men report for duty to load 19" Admiral TV sets in station wagons for delivery throughout three state area in connection with special promotion. Another crew will report to chauffeur Admiral sales representative on the trip. *The phone rings.*



8:15 A. M. DES MOINES

Lawyer on the line reports that his secretary just called in sick and wants Manpower to help him with his secretarial work. Service assistant checks her file, calls girl, gives lawyers address and informs lawyer when girl will report. *The phone rings.*

9:00 A. M. TORONTO

Three Manpower girls, one blonde, one redhead, one brunette, report for month long promotional tour of shopping centers in connection with Helena Rubenstein "color lift" campaign. *The phone rings.*



9:15 A. M. CHICAGO

Warehouse reports three men needed in shipping room to handle backlog of orders. Three men dispatched to do the job. *The phone rings.*

9:50 A. M. CINCINNATI

Ten Manpower women are busy phoning residences in connection with special shopping center promotion. *The phone rings.*



10:29 A. M. BRIDGEPORT

Manpower service assistant assigns male actor to work as an "extra" in drug company training film. *The phone rings.*

11:10 A. M. YOUNGSTOWN



Manpower Sales Representative calls in from a sales call to report that twelve Manpower girls will be needed to work part-time in the evenings typing addresses in connection with a filing system changeover for an insurance company. Manager arranges for follow-up call in the afternoon. *The phone rings.*

11:45 A. M. SAN FRANCISCO

Two Manpower girls from England report to office as part of their work-travel tour of the United States. They have worked for Manpower in 12 other U. S. cities and plan on working in Vancouver, B. C., Honolulu, Milan and Paris before returning to England. *The phone rings.*

Noon. SIOUX CITY

Candidate for public office requests Manpower help in addressing twenty-five thousand envelopes, and then inserting letters for his electorate. Job will be done on Manpower premises. *The phone rings.*



12:45 P. M. NEWARK

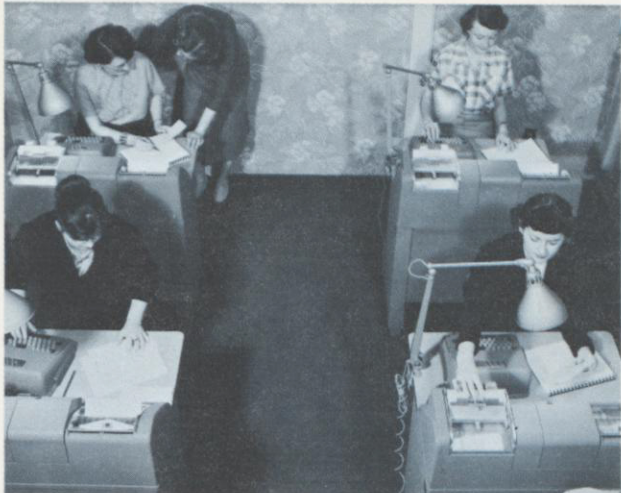
Manpower men begin setting up special displays in department stores, readying them for Manpower employees who will demonstrate product for national concern the following day. *The phone rings.*

1:00 P. M. MILWAUKEE

Doors open for special sale at women's apparel store and 16 Manpower sales girls are on duty to handle the flood of incoming customers. *The phone rings.*

1:35 P. M. SEATTLE

Manager returns from speaking engagement before 100 members of Credit Women's Association. The subject: "How to Control Office Expense and Increase Efficiency." *The phone rings.*



2:15 P. M. OMAHA

Supervisor at public utility headquarters office reports that everything is ready for crew of 12 Manpower girls to start that evening on IBM key punch work in connection with billing procedure changeover. Job will involve changing 300,000 customers records and will take two months to complete. *The phone rings.*

3:30 P. M. BALTIMORE

Call from manager of inventory department for national retail chain to report on satisfactory progress being made by Manpower employees who are calculating inventory. *The phone rings.*

3:48 P. M. WAUSAU

Department store owner calls in to report that he will need fifteen men to help him move, starting Monday. Much of the merchandise will remain in the counters so that business will not be interrupted during the move. *The phone rings.*

4:30 P. M. TULSA

Men report for late evening shift work at warehouse. Their job is to help regular staff during peak period. *The phone rings.*



5:10 P. M. NEW ORLEANS

Service assistant outlines her work for the following day on calendar pad. *The phone rings.* Call is for file clerk at advertising agency to replace girl leaving on vacation. Contact is made with Manpower girl to take job. Customer notified. Work begins again on program for tomorrow. *The phone rings.*



6:00 P. M. CLEVELAND

Two men report to filling station to work as service station attendants during grand opening promotion. Three Manpower girls arrive in costume to pass out free gifts. *The phone rings.*

6:30 P. M. EVERYWHERE

Most Manpower offices around the country are dark now . . . except in Providence where the manager is working late on a bid for a special job . . . or in Montgomery where the service assistant is calling her temporary girls to fill an assignment that was just phoned in . . . or in Milwaukee where an executive painstakingly develops a special 100-city demonstrator program . . . or in Erie as the manager gathers his notes and leaves to deliver a speech before a local businessmen's group. In Manpower offices across the country the lights finally go out one by one. And then . . . a phone rings.



MIDNIGHT

"Say, Manpower, you better get some men out here on highway 41 right away. A refrigerator truck carrying a load of beef just turned over. Another truck is on the way. We'll need about four men to unload and load. And it has to be in a hurry or the meat will spoil. Can I count on you?"

We'll be there . . . you can count on that. Large or small emergency, Manpower is always there.

THE POWER IN MANPOWER...ITS PEOPLE

Manpower is more than offices and equipment. It is an organization of people who breathe both life and character into it.

The continuing acceptance of Manpower services is dependent on the skills and abilities of its people. Over the years, we have attracted the finest available talent in all fields necessary for our continued growth and success. Accordingly, they have built a reputation for getting the job done, regardless of its difficulty.

In the employee body of more than 122,000 people who worked for us in 1959 — one of the largest employee groups in the United States — there are all ranges of personnel, with all types of work backgrounds.



There's Helen Andrews, a typist in Los Angeles who is working for Manpower now that her children are in high school and able to care for themselves. She finds that working provides her with the outside stimulant she needs in order to be a better mother.



In Chicago, actor Larry Cunningham, works for Manpower between roles in stage and TV productions. He's a rising young actor—but he needs the steady income that show business is as yet unable to offer him. In addition to his varied assignments, he occasionally brings home an addressing and mailing job and turns his temporary work into a "family affair."

Why do these people work for Manpower? We were curious, too, so we recently surveyed our female temporary employees to get their answers. Here's a random sample from the thousands of replies that came in.

"I'm a newcomer and Manpower work enables me to meet many new people."

"For me, as a student, it's an excellent way of getting part-time work and a panoramic view of the business world before making my career choice."

"I find that a few days out working will break the monotony of just being a housewife and makes me a better person to live with. And my husband agrees with me."

It is on the performance of these people that the reputation of Manpower has been built. Some temporary workers only work one or two days a year, yet others work practically full time. Some even move out of the ranks of the temporary worker and become full-time Manpower branch or home office employees.

Margaret Mills worked on a part-time basis in both Manpower's Madison and Milwaukee Women's Divisions while in school to help finance her education. When her schooling was completed and she was ready for permanent work she became a full-time Manpower employee and is presently the secretary for a regional manager.

Dorothy Purtell began her career with Manpower as a part-time employee. Today, she and her husband, as co-owners of the Manpower franchise in Binghamton, New York, are an important part of the management team in the company where she got her first introduction to the business world.

Developing a satisfactory employee-employer relationship with such a large and diversified group of employees is a constant challenge. To build a good employee-employer relationship, a

program is in effect whereby the part-time employee receives a publication from Manpower with every paycheck. One is a monthly magazine containing news about other temporary workers and the work they are doing; others include helpful instructions and suggestions which she can use in her work, descriptions of especially interesting and unusual Manpower jobs, reprints of key advertisements or special publicity stories, and special messages about new company programs and developments.



In addition, frequent contests, annual parties, open houses and a friendly and interested management team in each Manpower city have proven successful in developing an interested, sincere and hardworking temporary employee body who are respected for the high quality of work they perform and for the friendly way in which they do it.



THE PERMANENT STAFF...

More than 450 employees, including branch managers, office managers, regional managers, department heads, secretaries, and key executives make up the permanent Manpower staff who so efficiently guide the organization.

Additional insurance coverage was made available to Manpower permanent employees during the year with the introduction of an expanded low-cost group insurance program. The employee pays approximately half the cost of the increased coverage and the company pays the remaining part of the premium.

Manpower's field management team actively accepts its responsibilities as citizens in the communities in which they live and work. The company also recognizes its responsibility to the communities in which it operates and attempts to provide an overall climate that will encourage and stimulate participation in community affairs.

Chambers of Commerce, Sales Executive Clubs, Little League, Kiwanis, Rotary, Lions, NOMA and other business and social groups are strongly supported by Manpower's managers. Others across the country serve on key civic posts in their local communities.

A FIVE YEAR STATISTICAL SUMMARY

	YEAR ENDING JUNE 30				
	1956	1957	1958	1959	1960
INCOME					
Sales of services by Manpower, Inc. and combined subsidiaries and income from licensees.....	\$8,960,319	\$12,422,578	\$11,872,379	\$14,947,904	\$20,394,773
COST AND EXPENSES					
Cost of services sold—labor, payroll taxes, and workmen's compensation insurance	\$6,806,661	\$ 9,271,969	\$ 8,653,869	\$10,874,445	\$14,776,722
Administrative, general, and branch expenses.....	1,647,985	2,378,654	2,375,553	2,821,315	4,062,428
Rent.....	68,365	114,227	135,642	153,564	201,732
Provision for depreciation and amortization.....	21,385	29,821	32,097	34,815	46,152
	\$8,544,396	\$11,794,671	\$11,197,161	\$13,884,139	\$19,087,034
EARNINGS BEFORE INCOME TAXES					
	\$ 415,923	\$ 627,907	\$ 675,218	\$ 1,063,765	\$ 1,307,739
INCOME TAXES					
Federal, British, Canadian, and French....	\$ 176,080	\$ 283,713	\$ 271,653	\$ 429,970	\$ 528,769
State and Other.....	3,310	15,856	17,015	32,869	57,312
	\$ 179,390	\$ 299,569	\$ 288,668	\$ 462,839	\$ 586,081
NET EARNINGS					
	\$ 236,533	\$ 328,338	\$ 386,550	\$ 600,926	\$ 721,657
PER SHARE OF COMMON STOCK					
Note (1)					
Net earnings.....	\$.39	\$.55	\$.64	\$1.00	\$1.20
Dividends paid.....	.02	.04	.07	.21	.30

Note (1) Net earnings and dividends per share are stated on the basis of 600,292 shares, this being the number of shares outstanding after the reorganization.

LOOKING TO THE FUTURE...

A frank analysis of the problems and challenges facing Manpower in the coming years.

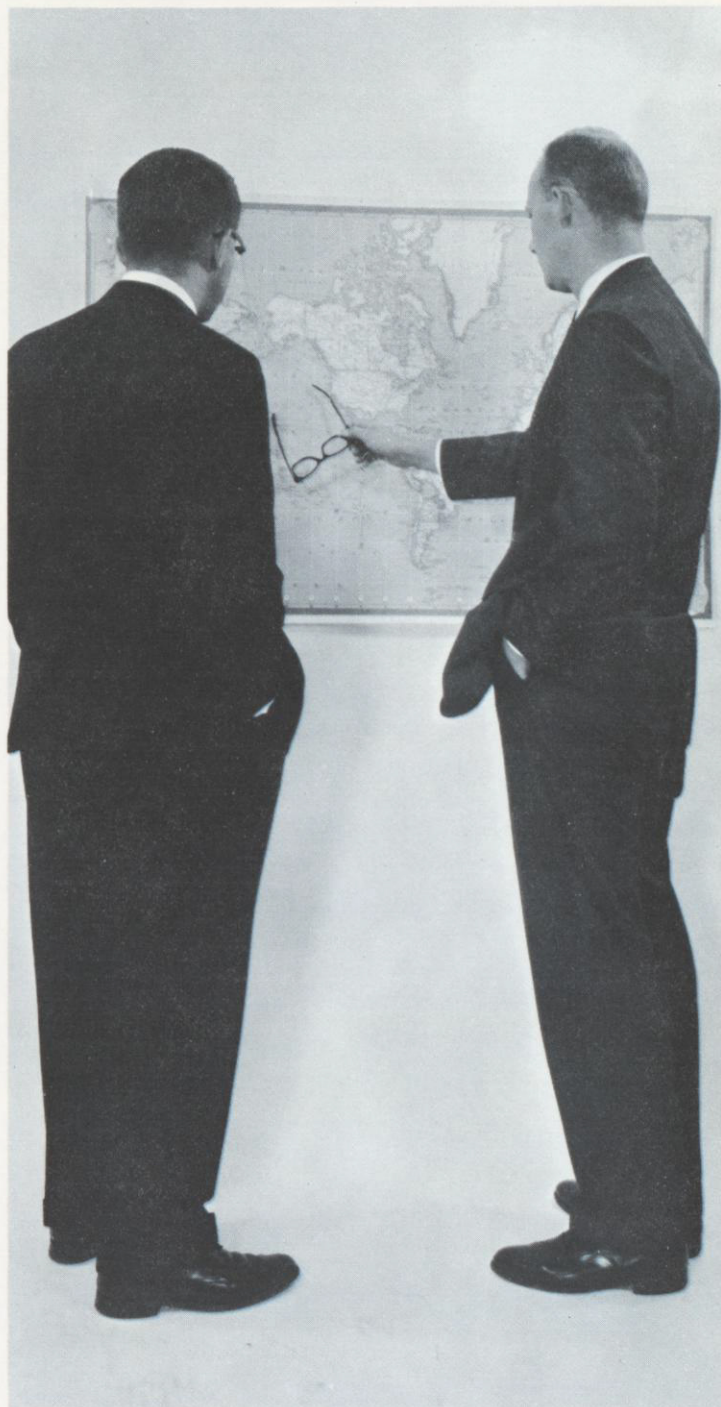
We will maintain our present position of leadership. This we will do both through the addition of more offices and through the continuing development of new business services. Our present objective is 440 offices by 1965. We are also studying the future needs of industry in order to be ready to provide them with the services they will need.

Growth, while desirable from a sales viewpoint, challenges the management team to keep pace within the organization. We will be ready at all times to handle efficiently and economically the increased business resulting from our dynamic and fast-paced sales program.

We will continue to judiciously keep costs in line. This we will do through effective supervision and through the development of a competent managerial organization. Not only is this necessary for the continuing success of the business, but in order to assure a reasonable profit return to our stockholders.

Increased attention will be given to the international scope of the Manpower organization. The overseas office in addition to providing normal Manpower services, will serve as an overseas headquarters for traveling American businessmen. It will serve as his liaison with foreign government officials and business leaders. It will serve business in the development of overseas markets and will aid in the marketing of products. And conversely, it will serve the overseas businessmen in the promotion and sale of his products in the United States.

We are giving increased attention to building a continuing acceptance of the temporary help concept in business today. Through careful screening and training of our employees, we will build the value of our services as an effective business tool that enables the businessman to complete his work efficiently while at the same time holding down costs. A recent Dartnell survey shows that 47.7 per cent of present business firms have never used a temporary help service. We shall develop this untapped potential.



CONSOLIDATED FINANCIAL STATEMENTS

CONSOLIDATED BALANCE SHEETS

ASSETS

JUNE 30

CURRENT ASSETS

	1960	1959
Cash.....	\$1,135,892.01	\$ 790,273.76
Marketable securities — at cost (approximates market).....	22,150.73	19,150.73
Trade receivables.....	2,191,712.12	1,730,653.38
Less allowances.....	62,546.67*	56,492.59*
Prepaid supplies, insurance, and expenses.....	282,667.74	158,636.89

TOTAL CURRENT ASSETS

3,569,875.93 2,642,222.17

OTHER ASSETS

29,788.74 25,854.62

PROPERTY, PLANT, EQUIPMENT, AND LEASEHOLD IMPROVEMENTS — at cost

Land.....	19,450.00	
Building.....	32,550.00	
Machinery and equipment.....	106,619.27	
Office furniture and equipment.....	359,203.43	283,837.98
Automotive equipment.....	16,619.88	14,459.51
Less allowances for depreciation.....	173,246.65*	104,238.76*
Leasehold improvements, less amortization.....	18,374.51	1,486.21

DEFERRED CHARGES

78,352.46 45,141.24

\$4,057,587.57 \$2,908,762.97

LIABILITIES

CURRENT LIABILITIES

Notes payable — unsecured.....	\$ 57,500.00	
Trade accounts.....	516,834.27	\$ 202,823.01
Salaries, wages, and commissions.....	326,787.24	303,302.90
Pay roll taxes and amounts withheld from employees.....	411,828.19	368,567.82
Domestic and foreign income taxes.....	595,352.33	419,871.52
Sundry.....	27,606.19	43,675.63

TOTAL CURRENT LIABILITIES

1,935,908.22 1,338,240.88

RESERVE FOR SELF-INSURANCE

21,184.77 11,597.39

CAPITAL STOCK AND SURPLUS

Common Stock — \$1.00 par value — authorized 1,000,000 shares; issued and outstanding 600,292 shares.....	600,292.00	600,292.00
Earned surplus.....	1,500,202.58	958,632.70

\$4,057,587.57 \$2,908,762.97

*Indicates deduction.

See notes to financial statements.

manpower, inc. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF EARNINGS

	YEAR ENDED JUNE 30,	
	1960	1959
INCOME		
Principally from sales of services and income from licensees.....	\$20,394,772.88	\$14,947,904.48
COSTS AND EXPENSES		
Cost of services sold — principally labor, pay roll taxes, and workmen's compensation insurance.....	14,776,722.08	10,874,445.03
Administrative, general, and branch expenses.....	4,062,428.22	2,821,315.18
Rent.....	201,731.80	153,564.41
Provision for depreciation and amortization.....	46,151.93	34,815.29
	19,087,034.03	13,884,139.91
EARNINGS BEFORE INCOME TAXES	1,307,738.85	1,063,764.57
INCOME TAXES		
Federal, British, Canadian, and French.....	528,768.92	429,970.23
State and other.....	57,312.45	32,868.69
	586,081.37	462,838.92
NET EARNINGS	\$ 721,657.48	\$ 600,925.65

CONSOLIDATED STATEMENTS OF EARNED SURPLUS

Balance at beginning of year.....	\$ 958,632.70	\$1,029,949.05
Add net earnings for the year.....	721,657.48	600,925.65
	1,680,290.18	1,630,874.70
Deduct:		
Cash dividends paid — \$.30 a share in 1960; equivalent of \$.21 a share in 1959.....	180,087.60	126,500.00
Amount transferred to capital stock account in connection with recapitalization and reorganization — NOTE B.....		545,742.00
	180,087.60	672,242.00
BALANCE AT END OF YEAR	\$1,500,202.58	\$ 958,632.70

See notes to financial statements.

ACCOUNTANTS' REPORT

Board of Directors,
Manpower, Inc.,
Milwaukee, Wisconsin.

We have examined the consolidated financial statements of Manpower, Inc. and subsidiaries for the year ended June 30, 1960. Our examination was made in accordance with generally accepted auditing standards, and accordingly included such tests of the accounting records and such other auditing procedures as we considered necessary in the circumstances. We previously made a similar examination for the year ended June 30, 1959.

In our opinion, the accompanying balance sheet and statements of earnings and earned surplus present fairly the consolidated financial position of Manpower, Inc. and subsidiaries at June 30, 1960, and the consolidated results of their operations for the year, in conformity with generally accepted accounting principles applied on a basis consistent with that of the preceding year.

ERNST & ERNST

Milwaukee, Wisconsin,
September 1, 1960.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 1960

NOTE A — PRINCIPLES OF CONSOLIDATION

The accounts of the Corporation and its wholly-owned subsidiaries, both domestic and foreign, have been consolidated in the accompanying financial statements. The Corporations' investment in subsidiaries, inter-company accounts, and all transactions between corporations affecting their individual earnings statements have been eliminated.

NOTE B — RECAPITALIZATION AND REORGANIZATION

In September, 1959, the Articles of Incorporation were amended to provide for a change in the authorized capital of the Corporation from 400 shares Class "A" and 600 shares of Class "B" Capital Stock, no par value, to 1,000,000 shares of Common Stock, par value \$1.00 a share, and in connection therewith each share of Class "A" and Class "B" Capital Stock previously held was converted into 73.2 shares of new Common Stock. As a result of this conversion, \$53,200.00 was transferred from Earned Surplus to the Common Stock account. Effect of the recapitalization was made retroactive to June 30, 1959, although the amendment of the Articles of Incorporation and the issuance of new shares was not accomplished until a subsequent date.

Subsequently, in September, 1959, the Corporation acquired, directly or indirectly, the capital stock of forty-three affiliated corporations in exchange for 527,092 shares of its Common Stock to effect a reorganization. The transaction has been reflected in the accounts (retroactive to June 30, 1959) in accordance with the pooling of interest principle of accounting.

NOTE C — The Corporation was guarantor on loans aggregating approximately \$94,200.00 at June 30, 1960.

NOTE D — All of the corporations except one, operate in rented quarters. Except for the lease covering space in Milwaukee, Wisconsin, which expires in 1978 (annual cost approximately \$54,000.) the leases expire at various dates prior to April 30, 1963. For the year ended June 30, 1960, lease rentals totalled \$201,731.80.

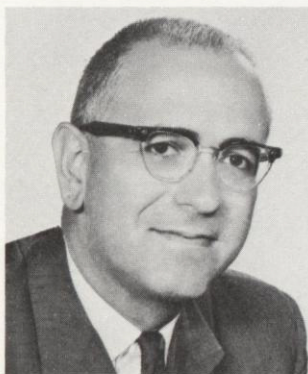
OFFICERS OF THE CORPORATION



AARON SCHEINFELD
Chairman of the Board



ELMER L. WINTER
President



JOHN H. FRANK
Executive Vice President



JAMES D. SCHEINFELD
Vice President



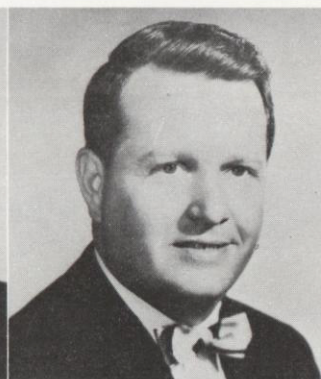
VERNON D. PATTERSON
Vice President



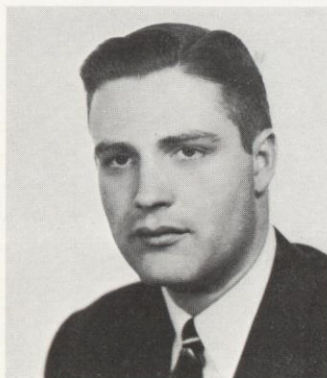
WILLIAM G. GALLAGHER
Vice President



RICHARD KRAUTHOEFER
Assistant Vice President



THEODORE WALL
Assistant Vice President



RICHARD GREEN
Assistant Vice President



MILTON BERLAND
*Controller and
Assistant Treasurer*

DIRECTORS

AARON SCHEINFELD
Chairman of the Board
Manpower, Inc.
Chicago, Illinois

ELMER L. WINTER
President
Manpower, Inc.
Milwaukee, Wisconsin

MILTON H. COHEN
Partner
Dallstream, Schiff, Hardin, Waite & Dorschel
Chicago, Illinois

EDMUND F. FITZGERALD
Former Chairman of the Board
Northwestern Mutual Life Insurance Co.
Milwaukee, Wisconsin

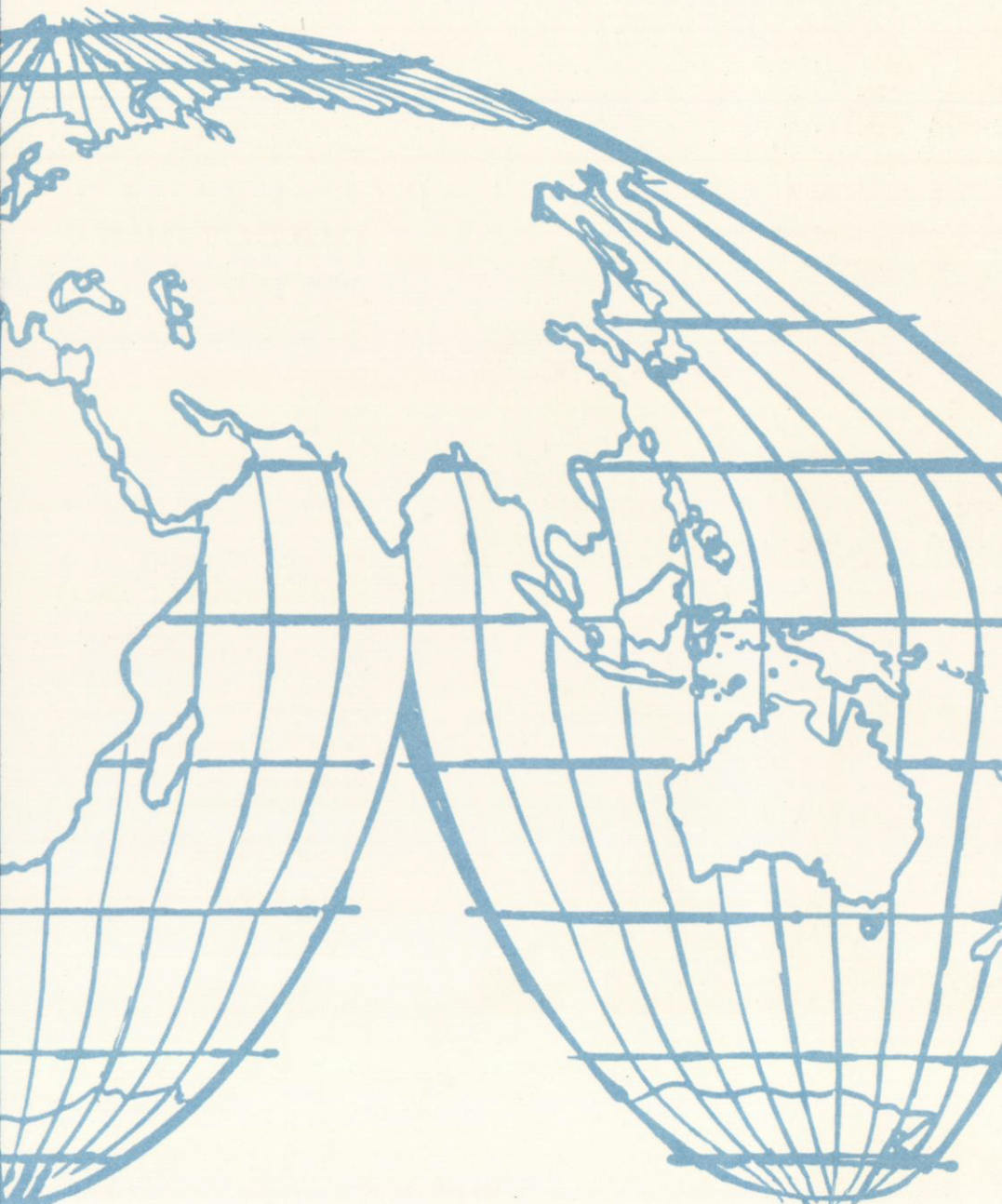
VERNON D. PATTERSON
Vice President
Manpower, Inc.
San Francisco, Calif.

JAMES D. SCHEINFELD
Vice President
Manpower, Inc.
Milwaukee, Wisconsin

SYLVIA SCHEINFELD
Highland Park, Illinois

JACK A. WINTER
President
Jack Winter, Inc.
Milwaukee, Wisconsin

NANNETTE R. WINTER
Milwaukee, Wisconsin



Akron, Ohio
Albany, N. Y.
Albuquerque, N. M.
Allentown, Pa.
Anderson, Ind.
Atlanta, Ga.
Aurora, Ill.
Austin, Texas
Bakersfield, Calif.
Baltimore, Md.
Baton Rouge, La.
Battle Creek, Mich.
Binghamton, N. Y.
Birmingham, Ala.
Boston, Mass.
Bridgeport, Conn.
Bronx, N. Y.
Brooklyn, N. Y.
Buffalo, N. Y.
Burlingame, Calif.
Camden, N. J.
Canton, Ohio
Cedar Rapids, Iowa
Charleston, S. C.
Charlotte, N. C.
Chattanooga, Tenn.
Chicago, Ill.
Cincinnati, Ohio
Cleveland, Ohio
Columbus, Ohio
Corpus Christi, Texas
Dallas, Texas
Danbury, Conn.
Davenport, Iowa
Dayton, Ohio
Decatur, Ill.
Denver, Colo.
Des Moines, Iowa
Detroit, Mich.
Elizabeth, N. J.
Elyria-Lorain, Ohio
Erie, Pa.
Evanston, Ill.
Evansville, Ind.
Fitchburg, Mass.
Fort Wayne, Ind.
Fort Worth, Texas
Fresno, Calif.
Gary, Ind.
Grand Rapids, Mich.
Green Bay, Wis.
Greensboro, N. C.
Hackensack, N. J.
Hammond, Ind.
Hartford, Conn.
Honolulu, Hawaii
Houston, Texas
Indianapolis, Ind.
Jackson, Miss.
Jacksonville, Fla.
Jamaica, L. I., N. Y.
Jersey City, N. J.
Kansas City, Mo.
Levittown, Pa.
Lexington, Ky.
Lima, Ohio
Lincoln, Neb.
Little Rock, Ark.
Los Angeles /
Beverly Hills /
San Fernando Valley, Calif.
Louisville, Ky.
Madison, Wis.
Memphis, Tenn.
Miami, Fla.
Middletown, Ohio
Milwaukee, Wis.
Minneapolis, Minn.
Mobile, Ala.
Montgomery, Ala.
Morristown, N. J.
Nashville, Tenn.
Needham, Mass.
Newark, N. J.
New Bedford, Mass.
New Brunswick, N. J.
New Haven, Conn.
New Orleans, La.
New York, N. Y.
Niagara Falls, N. Y.
Norfolk, Va.
Norristown, Pa.
Oakland, Calif.
Ogden, Utah
Oklahoma City, Okla.
Omaha, Neb.
Orlando, Fla.

Oshkosh, Wis.
Palm Beach, Fla.
Paterson, N. J.
Peoria, Ill.
Perth Amboy, N. J.
Philadelphia, Pa.
Phoenix, Ariz.
Pittsburgh, Pa.
Port Huron, Mich.
Portland, Ore.
Providence, R. I.
Racine, Wis.
Richmond, Va.
Rochester, N. Y.
Rockford, Ill.
Sacramento, Calif.
Saginaw /
Bay City, Mich.
St. Louis, Mo.
St. Paul, Minn.
St. Petersburg, Fla.
Salem, Mass.
Salinas, Calif.
Salt Lake City, Utah
San Antonio, Texas
San Bernardino /
Riverside, Calif.
San Diego, Calif.
San Francisco, Calif.
San Jose, Calif.
San Leandro, Calif.
Schenectady, N. Y.
Seattle, Wash.
Sheboygan, Wis.
Shreveport, La.
Sioux City, Iowa
South Bend, Ind.
Spokane, Wash.
Springfield, Mass.
Springfield, Mo.
Springfield, Ohio
Stockton, Calif.
Syracuse, N. Y.
Tacoma, Wash.
Tampa, Fla.
Terre Haute, Ind.
Toledo, Ohio
Torrington, Conn.
Trenton, N. J.
Troy, N. Y.
Tucson, Ariz.
Tulsa, Okla.
Tyler, Texas
Utica, N. Y.
Vancouver, Wash.
Waco, Texas
Washington, D. C.
Waterbury, Conn.
Waterloo, Iowa
Waukegan, Ill.
Waukesha, Wis.
Wausau, Wis.
White Plains, N. Y.
Wichita, Kansas
Wilmington, Del.
Worcester, Mass.
Youngstown, Ohio
Zeeland, Mich.

CANADIAN

Edmonton, Alta.
Hamilton, Ont.
London, Ont.
Montreal, Que.
New Westminster, B. C.
Regina, Sask.
Toronto, Ont.
Vancouver, B. C.
Winnipeg, Man.

FOREIGN

Antwerp, Belgium
Brussels, Belgium
Copenhagen, Denmark
Birmingham, England
Brighton, England
London, England
Paris, France
Frankfurt a/Main, Ger.
Tel Aviv, Israel
Milan, Italy
Mexico City, Mexico
Lisbon, Portugal
Barcelona, Spain
Madrid, Spain
Stockholm, Sweden

